

7<sup>th</sup> February, 2023

Department of Corporate Services  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Mumbai – 400 001  
**Security Code No – 509820**

The Listing Department  
**National Stock Exchange of India Ltd**  
Exchange Plaza,  
Bandra Kurla Complex  
Bandra (East),  
Mumbai 400 051  
**Security Code – HUHTAMAKI**

**Sub: Annual Secretarial Compliance Report for the Financial Year ended 31.12.2022**

Dear Sir/Madam,

In terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with **SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019**, enclosed herewith Annual Secretarial Compliance Report for the year ended 31.12.2022 issued by M/s S N Ananthasubramanian & Co., Company Secretaries.

Kindly take the same on your records.

Thanking you,

Yours faithfully

For Huhtamaki India Limited

  
D V Iyer  
Company Secretary & Legal Counsel



Registered Office:  
Huhtamaki India Ltd.  
(Formerly Huhtamaki PPL Ltd)  
12A-06 B-Wing, 13th Floor,  
Parinee Crescenzo, C-38/39,  
G-Block, Bandra Kurla Complex,  
Bandra (E), Mumbai-400 051  
Maharashtra.

Tel: +91 (022) 61740400  
Fax: +91 (022) 6174 0401  
CIN: L21011 MH1950FLC145537  
[www.flexibles.huhtamaki.in](http://www.flexibles.huhtamaki.in)



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

10/25-26, 2nd Floor, Brindaban,  
Thane (W) – 400 601  
T: +91 22 25345648 | +91 22 25432704  
E: [snaco@snaco.net](mailto:snaco@snaco.net) | W: [www.snaco.net](http://www.snaco.net)  
ICSI Unique Code: P1991MH040400

To,  
**Huhtamaki India Limited**  
**(Formerly Huhtamaki PPL Limited)**  
**CIN: L21011MH1950FLC145537**

12A-06, B-Wing, 13th Floor, Parinee Crescenzo,  
C-38/39, G-Block, Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051

Sir/ Madam,

**Annual Secretarial Compliance Report for the Financial Year 2022**

We have been engaged by **Huhtamaki India Limited** (hereinafter referred to as 'the Listed entity') bearing CIN: **L21011MH1950FLC145537** whose equity shares are listed on National Stock Exchange of India Limited (Symbol: HUHTAMAKI) and BSE Limited (Security Code: 509820) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Listed entity to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars / guidelines issued thereunder from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Listed entity with provisions of all applicable SEBI Regulations and circulars / guidelines issued there under from time to time and issue a report thereon.

Digitally signed by  
ANANTHASUBRAMANIAN NARAYANAN  
SATYAMANGALAM  
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# **S. N. ANANTHASUBRAMANIAN & CO**

## **Company Secretaries**

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed.

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ANANTHASUBRAMANIAN  
NARAYANAN SATYAMANGALAM  
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**S. N. Ananthasubramanian**  
**Partner**

**FCS: 4206 | COP No.: 1774**

**Date: 2<sup>nd</sup> February 2023 | Thane**



**ANNUAL SECRETARIAL COMPLIANCE REPORT OF  
HUHTAMAKI INDIA LIMITED  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> DECEMBER, 2022**

We have examined:

- (a) all the documents and records made available to us and explanations provided by **Huhtamaki India Limited** (Formerly Huhtamaki PPL Limited) ('the listed entity');
- (b) filings/ submissions made by the listed entity to the stock exchanges;
- (c) website of the listed entity;
- (d) any other document / filing, as may be relevant, which has been relied upon to make this certification;

for the financial year ended 31<sup>st</sup> December, 2022 ('Review Period'), in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the Regulations, circulars, guidelines issued there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ('SCRA'), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ('SEBI').

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – **Not Applicable as there was no reportable event during the financial year under review;**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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NARAYANAN SATYAMANGALAM  
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**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not Applicable as there was no reportable event during the financial year under review;**
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021– **Not Applicable as there was no reportable event during the financial year under review;**
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 – **Not Applicable as there was no reportable event during the financial year under review;**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;  
and circulars/ guidelines issued there under;

Based on the above examination, we hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under including –
- The listed entity has complied with the provisions of Para 6 of Circular No. CIR/ CFD/ CMD1/114/2019 issued by SEBI on 18<sup>th</sup> October, 2019, in terms of appointment of Statutory Auditors of the Listed entity;
  - The listed entity has complied with the requirement of Structured Digital Database (SDD) as required under Regulation 3(4) and 3(5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my/our examination of those records;

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ANANTHASUBRAMANIAN NARAYANAN  
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**Company Secretaries**

- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under – **NONE**;
- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: **NOT APPLICABLE**

**For S. N. ANANTHASUBRAMANIAN & Co.**  
**Company Secretaries**  
**ICSI Unique Code: P1991MH040400**  
**Peer Review Cert. No.: 606/2019**

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ANANTHASUBRAMANIAN  
NARAYANAN SATYAMANGALAM  
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**S. N. Ananthasubramanian**  
**Partner**  
**FCS: 4206 | COP No.: 1774**

**ICSI UDIN: F004206D003096207**

**2<sup>nd</sup> February 2023 | Thane**